

Shinn Bryan Adair  
Form 4  
April 02, 2019

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See* Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Shinn Bryan Adair

2. Issuer Name **and** Ticker or Trading  
Symbol  
U.S. SILICA HOLDINGS, INC.  
[SLCA]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/31/2019

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President & CEO

C/O U.S. SILICA HOLDINGS,  
INC., 24275 KATY FREEWAY,  
SUITE 600

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

KATY, TX 77494

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/31/2019		M <sup>(1)</sup>	29,052 A \$ 0	317,557	D	
Common Stock	03/31/2019		F <sup>(2)</sup>	11,432 D \$ 17.36	306,125	D	
Common Stock	04/01/2019		M <sup>(3)</sup>	7,039 A \$ 0	313,164	D	
Common Stock	04/01/2019		F <sup>(2)</sup>	2,770 D \$ 17.25	310,394	D	
	04/01/2019		M <sup>(4)</sup>	13,120 A \$ 0	323,514	D	

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Common  
Stock

Common Stock	04/01/2019	F(2)	5,163	D	\$ 17.25	318,351	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. I De Sec (In		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(5)	03/31/2019		M		29,052		(6)	(6)	Common Stock	29,052
Restricted Stock Units	(5)	04/01/2019		M		7,039		(7)	(7)	Common Stock	7,039
Restricted Stock Units	(5)	04/01/2019		M		13,120		(8)	(8)	Common Stock	13,120

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shinn Bryan Adair C/O U.S. SILICA HOLDINGS, INC. 24275 KATY FREEWAY, SUITE 600 KATY, TX 77494	X		President & CEO	

## Signatures

/s/ Robert M. Hayward, P.C. by Power of  
Attorney

04/02/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Scheduled vesting of restricted stock units granted on March 31, 2016.
- (2) Represents tax withholding on vested restricted stock units.
- (3) Scheduled vesting of restricted stock units granted on April 1, 2017.
- (4) Scheduled vesting of restricted stock units granted on April 1, 2018.
- (5) Each restricted stock unit represents a contingent right to receive one share of common stock upon vesting of the unit.
- (6) Restricted Stock Units granted on March 31, 2016 and vesting in three equal installments on the anniversaries of the grant date.
- (7) Restricted Stock Units granted on April 1, 2017 and vesting in three equal installments on the anniversaries of the grant date.
- (8) Restricted Stock Units granted on April 1, 2018 and vesting in three equal installments on the anniversaries of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.